

GARY U. SCHARFF
ATTORNEY AT LAW
 621 SW Morrison Street, Suite 1300
 Portland, Oregon 97205
 E-mail: gs@scharfflaw.com

Direct: 503 493-4353
 Fax: 503 517-8143

Invoice June 14, 2009

For Services March 3, 2009 – June 14, 2009

Susanne Koenig

**Matter: Bankruptcy Cases Jointly Administered Under In re Stayton
 SW Assisted Living, US District Court No. 09-6082**

Key:

Category 1: Services allocable to all 20 cases except Briarwood

Category 2: Services allocable solely to the Jointly Administered Cases

**Category 3: Services allocable to the Jointly Administered Cases, Mountain View
 and Portland Senior Living**

Category 4: Services allocable to all cases except Spring Pointe and Briarwood

All attorney services were provided by Gary Underwood Scharff; legal assistant services were provided by Barbara Underwood Scharff (BUS) or Gary Underwood Scharff (GUS).

Date	Description of Services	Time
3-Mar	(Category 1) Telephone conference, attorney D. Paul regarding ombudsman and case matters (.2).	0.2
4-Mar	(Category 1) Email exchanges Mr. Ostrow (.2).	0.2
5-Mar	(Category 1) Exchange multiple emails with Mr. Ostrow regarding terms of law firm engagement (.5).	0.5
6-Mar	(Category 1) Telephone conference, Nancy Peterman, Ethan Ostrow, regarding pending matters (.7); outline points to be addressed and email to C. McClurg, T. Conway, D. Criswell, regarding participation in case, attendance at hearing on Monday (.6); telephone conference, Carla McClurg, regarding U.S. Trustee view of ombudsman appointment and related matters (.2); email Chicago counsel regarding comments of Ms. McClurg (.2); begin review of case materials from client (.3).	2.0

9-Mar	(Category 3) Attend hearing regarding appointment of C. Hamstreet for Stayton, Mountain View and Portland Senior Living cases (1.3).	1.3
9-Mar	(Category 1) Review draft motions prepared by Chicago counsel for limiting notice of reports (.2); email to Chicago counsel regarding changes needed to motions to limit notice (.2); develop chart of debtors, with petition dates and PCO appointment dates (.3); review draft affidavit and exhibits of Ms. Koenig regarding disinterestedness (.5); review and respond to email from Mr. Ostrow regarding motions to limit notice (.2); email to client and Chicago counsel regarding status (.6); review notice of preliminary injunction in SEC case (.1); exchange emails with Mr. Ostrow regarding filings of Ms. Koenig (.1); exchange emails with Ms. Peterman regarding filing of employment applications and expedited hearing (.2).	2.4
11-Mar	(Category 1) Exchange emails with Mr. Ostrow regarding applications (.2); telephone conference, Ms. McClurg, regarding submission of applications and forms of order (.1); review model form of SAK employment application and identify needed changes to same (.4); review model form of affidavit of Ms. Koenig (.2); review model form of order on SAK employment applications (.2); emails (2) to Mr. Ostrow regarding arrangements with U.S. Trustee, need to conform other documents to model documents, and to obtain Rule 2014 statements and client authorization (.5); telephone conference, C. McClurg, regarding need to set applications for hearing (.1); exchange several emails with Mr. Ostrow regarding filing matters (.2).	1.9
12-Mar	(Category 1) Review final employment application materials from Chicago counsel for filing in 19 bankruptcy cases (.9); email and extended message to Mr. Ostrow regarding missing exhibits (.1); review attachments from Chicago counsel, incorporate various final changes to confirm correct status of all retention filings in multiple cases (2.4); telephone conference, Mr. Ostrow, regarding status of pending items (.2); prepare motions to limit notice and attachments (1.4).	5.0
12-Mar	(Category 1) Legal Assistant time: File multiple employment applications and motions (.4).	
13-Mar	(Category 1) Telephone conference, Sharon of Judge Brown's chambers, regarding time of hearing(.2); review cases to determine secured lenders for cash collateral purposes (.4); email to D. Criswell, C. McClurg, regarding form of employment order, etc. (.2); prepare model notice of hearing on 3/18/09 (.5); email materials to Chicago counsel for service (.1); telephone conference, Mr. Ostrow, regarding	2.7

	foregoing (.1); email client regarding status of multiple matters (.4); review multiple emails from Chicago co-counsel regarding hearing on employment applications (.3); telephone conference (message) to T. Conway, debtor's counsel regarding pending applications (.1); emails to Mr. Conway and to Chicago co-counsel regarding service problems (.4).	
13-Mar	(Category 1) Legal Assistant Time (GUS): File Notices of Expedited Hearing in all cases (.2).	
16-Mar	(Category 1) Review completion of expedited service of notice of hearing on application to employ SAK Management Services (.1); review first three objections to SAK retention application (.5); forward same to Chicago counsel with message (.2).	0.8
17-Mar	(Category 1) Review bankruptcy case information regarding senior care facilities and telephone conference (message) Nancy Peterman regarding same (.4); telephone conference, C. McClurg, regarding position for employment hearing (.2); review bankruptcy case files for deadlines, lenders, etc. related to SAK retention motion (.7); telephone conference (message), Teresa Pearson (.1); telephone conference, Mr. Ostrow, regarding objections (.2); telephone conference, Suzanne Koenig concerning visits to all facilities within timeline (.4); telephone conference, C. McClurg, regarding PCO desire to get started and need for adequate time (.2); telephone conference, Teresa Pearson, regarding position of FDIC on SAK retention motion (.3); telephone conference, C. McClurg, regarding extension of time (.1); telephone conference (extended message), Mr. Ostrow, regarding timing of first report within existing timeframe (.1); extended email to client and Chicago counsel concerning foregoing matters (1.2); review additional emails from N. Peterman, S. Koenig, E. Ostrow, regarding same (.1); exchange emails with Mr. Ostrow regarding omnibus response to objections (.1); review Mr. Ostrow's omnibus objection reply and email Mr. Ostrow regarding same (.3).	4.4
17-Mar	(Category 4) Review new objections by debtor in all cases except Spring Pointe, and develop possible responses (.8).	0.8
18-Mar	(Category 1) Hearing preparation regarding retention applications (1.0); participate in hearing in bankruptcy court seeking approval of nineteen retention applications (2.0); participate in hearing allowing monthly payments to SAK (.4); confer with Ms. Koenig by telephone after hearing (2 teleconferences) (1.2); prepare email to Ms. Koenig and Chicago counsel summarizing results of hearing (.7).	5.3
21-Mar	(Category 1) Review recent case filings (.3).	0.3

24-Mar	(Category 1) Review materials regarding status entry of orders in all other cases (.2).	0.2
31-Mar	(Category 1) Telephone conference, Suzanne Koenig, regarding multiple cases (.2); telephone conference, Nancy Peterman, regarding scope of duties statement (.3); telephone conference (extended message) to E. Ostrow, regarding PCO scope of duties matter (.1); email to Ms. Peterman and client regarding same (.2).	0.8
2-Apr	(Category 1) Review Ms. Peterman's draft statement of scope of services (.2).	0.2
3-Apr	(Category 1) Email to Ms. Peterman and client regarding draft statement of services (.2); review new emails from client and Ms. Peterman regarding statement of scope of PCO services (.1); develop proposed statement of PCO duties for use in all cases based on client draft and concerns raised at March 18 hearing and forward to client for approval (.9); letter to all parties objecting to scope of PCO duties explaining proposed draft of PCO duties and attaching same (.5).	1.7
4-Apr	(Category 1) Monitor and review case filings as appropriate (.3).	0.3
6-Apr	(Category 1) Review and reply to emails from objecting parties and client regarding scope of duties of PCO (.2)	0.2
8-Apr	(Category 1) Email to Mr. Rosenhouse, C. McClurg, and other parties, regarding lack of objections to form of PCO statement of duties (.3).	0.3
10-Apr	(Category 1) Monitor filings in all cases (.2); confer with T. Conway regarding PCO scope of duties and language of order (.3).	0.5
13-Apr	(Category 1) Review emails from counsel for other parties regarding form of order on appointment of PCO with specified duties of PCO (.2).	0.2
14-Apr	(Category 1) Monitor court filings (.2).	0.2
15-Apr	(Category 1) Email client regarding need to extend time to file first reports pending order approving SAK employment (.2).	0.2
18-Apr	(Category 1) Monitor and review case filings (.3).	0.3
23-Apr	(Category 1) Confer with Ms. McClung, bankruptcy court, regarding status of SAK orders (.2).	0.2

24-Apr	(Category 1) Telephone conference, Carolyn Wade, regarding civil enforcement, statute 333(c)(2) and long-term care ombudsman program (.2); telephone conference (extended message), Nancy Peterman, regarding PCO scope of duties under case law (.1); review statute, statement of scope of PCO duties, and prepare model form of order for SAK employment on all cases (1.3); telephone conference, Nancy Peterman, regarding scope of duties matter (.3); review email from C. Wade regarding Section 333(c)(2) (.2); prepare extended email to C. McClung, objecting parties, regarding form of order and scope of duties objections and related matters (.9).	3.0
27-Apr	(Category 1) Review and respond to email from N. Peterman regarding form of order (.3); review emailed motion to extend materials from E. Ostrow and respond to same (.4); exchange emails with Mr. Ostrow, regarding filing (.1); finalize and file motions to extend time (.5); review various filings in case, including client motion to extend deadline (.3).	1.6
28-Apr	(Category 1) Telephone conference, S. Koenig, regarding status and telephone conference, Sharron at bankruptcy court regarding same (.1); review certificate of service and file same (.2); telephone conferences (2), Erin at SAK and Sharron at bankruptcy court, setting hearing time on expedited motions, notice of hearing (.2); telephone conference, Sharron at bankruptcy court, regarding abatement of cases (.1); email to co-counsel, regarding abatement (.3).	0.9
29-Apr	(Category 1) Telephone conference, C. McClurg, regarding status of case in view of Judge Hogan hearing (.1); telephone conference, N. Peterman, regarding status of filing of retention orders (.1).	0.2
30-Apr	(Category 1) Review and reply to emails from client and co-counsel N. Peterman (.1); review recent filings in cases, including orders to employ ombudsman (.4); review orders entered in cases (.2).	0.7
11-May	(Category 1) Review withdrawal of reference/transfer to district court matters (.1).	0.1
14-Jun	(Legal Assistant Time - BUS) (Category 2): Prepare billing statement for Jointly Administered Cases. (1.5).	
14-Jun	Review billing statement for June 14, 2009 invoice.	.5
	Total	40.1

Total fees, attorney time:

Category 1: 37.5 hrs @ 15/19 x \$320/hour =	\$ 9,473.68
Category 2: .5 hrs @ \$320/hour =	\$ 160.00
Category 3: 1.3 hrs @ 15/17 x \$320/hour =	\$ 367.06
Category 4: 0.8 hrs @ 15/18 x \$320/hour =	<u>\$ 213.33</u>
	\$10,214.07

Total fees, legal assistant time:

Category 1: 0.6 hrs @ 15/19 x \$120/hour =	\$ 56.84
Category 2: 1.5 hrs @ \$120/hour =	\$ 180.00
Category 3: 0 hrs @ 15/17 x \$120/hour =	\$ 0
— Category 4: 0 hrs @ 15/18 x \$120/hour =	<u>\$ 0</u>
	\$ 236.84

Total professional fees due this billing statement = **\$10,450.91**

No costs calculated this period = **\$ 0**

Total due, this invoice: **\$10,290.91**